

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF OHIO  
WESTERN DIVISION**

In re: : Chapter 11  
:   
RUFFING CARE, INC., : Case No. 15-32960-MAW  
:   
Debtor and Debtor in Possession. : Judge Mary Ann Whipple

**ACTION BY WRITTEN CONSENT**

The undersigned, being the sole Director of Ruffing Care, Inc. (the “Debtor”), does hereby make and adopt the following resolution as of September 10, 2015:

WHEREAS, the undersigned deems it to be in the best interests of the Debtor to effect a reorganization of the Debtor pursuant to the provisions of Chapter 11 of Title 11 (the “Bankruptcy Code”) of the United States Code;

NOW, THEREFORE, BE IT RESOLVED, that Diana Ruffing (the “Authorized Representative”) is hereby authorized and directed to employ counsel and other advisors for the purpose of preparing and filing a petition in the United States Bankruptcy Court for the Northern District of Ohio, Western Division, seeking a reorganization of the Debtor under Chapter 11 of the Bankruptcy Code, and that s/he be authorized and directed to execute and file such a petition without further action or authorization; and

FURTHER RESOLVED, that the Authorized Representative is authorized to execute, deliver, perform and file for and on behalf of the Debtor, any and all such other documents, agreements, petitions, pleadings, notices or motions, and to take all such further actions, with such additional, modified or revised terms as are determined by him to be necessary or advisable in connection with the foregoing, all without further action or authorization.

RUFFING CARE, INC., an Ohio  
corporation

By: See Attached  
Diana Ruffing, Sole Director

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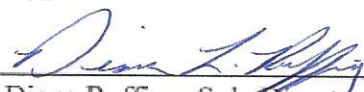
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FURTHER RESOLVED, that the Authorized Representative is authorized to execute, deliver, perform and file for and on behalf of the Debtor, any and all such other documents, agreements, petitions, pleadings, notices or motions, and to take all such further actions, with such additional, modified or revised terms as are determined by him to be necessary or advisable in connection with the foregoing, all without further action or authorization.

RUFFING CARE, INC., an Ohio  
corporation

By:   
Diana Ruffing, Sole Director